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Abolghassem Alizadeh and Kobra Alizadeh
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8 UNITED STATES BANKRUPTCY COURT
9 EASTERN DISTRICT OF CALIFORNIA

10 In re:

11 KOBRA PROPERTIES, a California
12 general partnership, et al.,

13 Debtors.

Case No. 08-37271-C-11

Chapter Number: 11

Jointly Administered

DCN: FWP-15

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16 FIRST AMENDMENTS TO
17 STATEMENTS OF PERSONAL
ASSETS AND LIABILITIES (as of
May 31, 2009)

18
19 DATE: July 16, 2009
TIME: 10:00 a.m.
DEPT: 35, Dept. C
JUDGE: Hon. Christopher M. Klein

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21 Pursuant to the Order dated July 17, 2009, on the Trustee's Motion Directing General
22 Partners to File Statements of Personal Assets and Liabilities Pursuant to Federal Rule of
23 Bankruptcy Procedure 1007(g), Abolghassem Alizadeh hereby submits the following attached
24 Schedules A, B, C, D, E, F, G and H.
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1 DATED: August 31, 2009

2
3 DOWNEY BRAND LLP

4 By: _____
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7 R. DALE GINTER
8 Attorneys for General Partners of Kobra
9 Properties, Abolghassem Alizadeh and
10 Kobra Alizadeh
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**NOTES REGARDING FIRST AMENDMENT TO SCHEDULES OF ABOLGHASSEM
("ABE") ALIZADEH (as of May 31, 2009)**

Mr. Alizadeh is submitting these Schedules pursuant to an order of the Bankruptcy Court pursuant to Bankruptcy Rule 1007(g) in *In re Kobra Properties*, Case No. 08-37271-C-11 pending before the U.S. Bankruptcy Court, Eastern District of California.

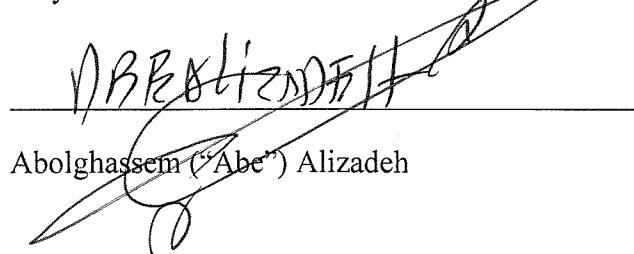
The attached Schedules A, B, C, D, E, F, G and H are unaudited and are estimated as of December 31, 2008. Every effort has been made to be certain that these schedules are accurate but much of the information is by its nature subject to differing opinions and/or unknown contingencies. For instance, the fair market values of the real property assets is difficult to estimate in the present market and the amount owing to many of the unsecured creditors listed on Schedule F is subject to numerous contingencies and may well not accurately reflect the total debt ultimately determined to be owing by Mr. Alizadeh. Further, Mr. Alizadeh's 2007 personal income tax return has not yet been filed so tax obligations, if any are unknown.

Mr. Alizadeh reserves the right to amend or supplement these schedules.

Any failure to designate a claim on these Schedules as "Disputed", "Contingent" or "Unliquidated" does not constitute and admission by Mr. Alizadeh that such claim is not Disputed, Contingent or Unliquidated.

I declare under penalty of perjury that I have read the attached Schedules and any attachment and believe them to be true and accurate. As to estimates of value I declare that these estimates represent my opinion of the value. As to many of the claims I declare that the amounts scheduled are in many cases only "loose" estimates of what the ultimate amount may be depending upon the amount of any liability I may have for deficiencies on the secured claims of other entities for which I am liable.

August 27, 2009


Abolghassem ("Abe") Alizadeh

United States Bankruptcy Court

In re Abolghassem (Abe) Alizadeh
Debtor

Case No. _____
Chapter _____

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Y	2	\$ 8,650,000.00		
B - Personal Property	Y	4	\$ 124,649.00		
C - Property Claimed as Exempt	Y	2			
D - Creditors Holding Secured Claims	Y	6		\$ 22,040,162.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Y	3		\$ 36,068.45	
F - Creditors Holding Unsecured Nonpriority Claims	Y	2		\$ 253,489,958.00	
G - Executory Contracts and Unexpired Leases	Y	1			
H - Codebtors	Y	1			
I - Current Income of Individual Debtor(s)	N				\$
J - Current Expenditures of Individual Debtors(s)	N				\$
TOTAL		23	\$ 8,774,649.00	\$ 275,566,188.45	

All data are based on 5/31/09 estimate.

United States Bankruptcy Court

In re Abolghassem (Abe) Alizadeh,
Debtor

Case No. _____

Chapter _____

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	\$
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$
Student Loan Obligations (from Schedule F)	\$
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	\$
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$
TOTAL	\$

State the following:

Average Income (from Schedule I, Line 16)	\$
Average Expenses (from Schedule J, Line 18)	\$
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	\$

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		\$
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column.	\$	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$
4. Total from Schedule F		\$
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$

All data are based on 5/31/09 estimate

In re Abolghassem (Abe) Alizadeh
DebtorCase No. _____
(If known)**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
1. Single Family Home, 11667 Dennis Way, Grass Valley	Fee Simple	H	400,000.00	209,087
2. Single Family Home, 8903 Quartzite, Roseville	Fee Simple	H	475,000.00	316,825
3. Single Family Home-8905 Quartzite, Roseville	Fee Simple	H	550,000.00	494,289
4. Single Family Home-8670 Woodgrove Way, Granite Bay	Fee Simple	C	950,000.00	748,082
5. Single Family Home-9060 Sky View, Granite Bay	Fee Simple	H	650,000.00	426,019
6. Single Family Home-664 Stinson Canyon Rd, Chico	Fee Simple	H	350,000.00	133,042
7. Vacant Lot-9215 Royal Crest Court, Granite Bay	Fee Simple	H	450,000.00	850,564
8. 4 Units Condo, Davis	Fee Simple	H	1,400,000.00	630,834
Total ►			5,225,000.00	
(Report also on Summary of Schedules.)				

All data are based on 5/31/09 estimate

(1)

In re Abolghassem (Abe) Alizadeh
DebtorCase No. _____
(If known)**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
9. Vacant Lot-8875 Barton Rd Granite Bay	Fee Simple	H	375,000.00	500,000
10. Single Family Home-188 Minna St, San Francisco	Fee Simple	H	2,500,000.00	2,056,410
11. Single Family Home-5347 Eureka Rd, Granite Bay	Fee Simple	H	550,000.00	656,250
Total►			3,425,000.00	
(Report also on Summary of Schedules.)				

All data are based on 5/31/09 estimate

(2)

In re Abe Alizadeh
DebtorCase No. _____
(If known)**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	N			
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.	N	Bank of the West-Acct#: 246081830 First Bank-Acct#: 2417151061	H	1,868.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	N	General Household Items	H	35,000.00
4. Household goods and furnishings, including audio, video, and computer equipment.	N	General Art Collection	H	5,000.00
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	N	General Wearing	H	25,000.00
6. Wearing apparel.	N	General Jewelry	H	25,000.00
7. Furs and jewelry.	N	General Hobby Equipments	H	10,000.00
8. Firearms and sports, photographic, and other hobby equipment.	N			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	N			
10. Annuities. Itemize and name each issuer.	N			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	N			

All data are based on 5/31/09 estimate

(1)

In re Abe Alizadeh
DebtorCase No. _____
(If known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR CO-MAN TO	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.		401k Plan	H	2,781.00
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		See Attachment	H	
14. Interests in partnerships or joint ventures. Itemize.		See Attachment	H	
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	N			
16. Accounts receivable.	N			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	N			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	N			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	N			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	N			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	N			

All data are based on 5/31/09 estimate

(2)

In re Abe Alizadeh
DebtorCase No. _____
(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
22. Patents, copyrights, and other intellectual property. Give particulars.	N			
23. Licenses, franchises, and other general intangibles. Give particulars.	N			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	N			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		Mercedes Benz	H	20,000.00
26. Boats, motors, and accessories.	N			
27. Aircraft and accessories.	N			
28. Office equipment, furnishings, and supplies.	N			
29. Machinery, fixtures, equipment, and supplies used in business.	N			
30. Inventory.	N			
31. Animals.	N			
32. Crops - growing or harvested. Give particulars.	N			
33. Farming equipment and implements.	N			
34. Farm supplies, chemicals, and feed.	N			
35. Other personal property of any kind not already listed. Itemize.	N			
continuation sheets attached				Total ► \$ 124,649.00

(Include amounts from any continuation
sheets attached. Report total also on
Summary of Schedules.)

All data are based on 5/31/09 estimate

(3)

Debtor: Abe Alizadeh
Schedule B-Personal Property

Description and Location of property	Ownership Interest / Current Value
Item #13: Stock and interests in incorporated or corporated business items	
1 Kobra Properties	50% 0
Item 14: Interest in partnerships or joint ventures	
1 Kobra Associates Inc.	74% 0
2 Central Valley Food Service Inc.	75% 0
3 Sierra Valley Restaurants, Inc.	75% 0
4 Food Service Management Inc.-Jack in the Box	100% 0
5 Delightful Dining Inc.-Qdoba Mexican Grill	50% 0
6 Kobra Culinary Concepts, Inc	100% 0
7 Ten Forward Dining Inc-TGIF Restaurants	100% 0
8 Stonegate Construction, Inc	50% 0
9 Kobra Sports Entertainments, LLC	50% 0
10 Kobra Restaurant Properties, LLC	50% 0
11 Kobra Petroleum I, LLC	50% 0
Total	0 0

All Data are based on 5/31/09 estimate

(5)

In re Abe Alizadeh,
DebtorCase No. _____
(If known)**SCHEDULE C - PROPERTY CLAIMED AS EXEMPT**Debtor claims the exemptions to which debtor is entitled under:
(Check one box)

- 11 U.S.C. § 522(b)(2)
 11 U.S.C. § 522(b)(3)

Check if debtor claims a homestead exemption that exceeds
\$136,875.

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTION
See Attachment			

All data are based on 5/31/09 estimate

(1)

Debtor: Abe Alizadeh

Schedule C: Property Claimed As Exempt

Comments: Mr. Alizadeh reserves the right to assert her right to claim and assert exemptions if, and when, it becomes necessary or appropriate.

All data are based on 5/31/09 estimate

(2)

In re Abe Alizadeh
DebtorCase No. _____
(If known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.



Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN , AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.								
Union Bank	n	H	Deed of Trust Single Family Home-11667 Dennis Way				209,087.00	
			VALUE \$ 400,000.00					
ACCOUNT NO.								
Union Bank	n	H	Deed of Trust Single Family Home-8903 Quartzrite				316,825.00	
			VALUE \$ 475,000.00					
ACCOUNT NO.								
Union Bank	n	H	Deed of Trust Single Family Home-8905 Quartzrite				494,289.00	
			VALUE \$ 550,000.00					
continuation sheets attached			Subtotal ► (Total of this page)		\$ 1,020,200.00		\$	
			Total ► (Use only on last page)		\$		\$	
					(Report also on Summary of Schedules.)		(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)	

All data are based on 5/31/09 estimate (1)

In re Abe Alizadeh
DebtorCase No. _____
(if known)SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.								
1. Union Bank 2. Boyce Thelen	n	C	Deed of Trust Single Family Home 8670 Woodgrove				748,082.00	
			VALUE \$ 950,000.00					
ACCOUNT NO.								
Union Bank	n	H	Deed of Trust Single Family Home 9060 Sky View				426,019.00	
			VALUE \$ 650,000.00					
ACCOUNT NO.								
Union Bank	n	H	Deed of Trust Single Family Home 664 Stilson Canyon				133,042.00	
			VALUE \$ 350,000.00					
ACCOUNT NO.								
US Bank	n	H	Deed of Trust Vacant Lot-9215 Royal Crest				850,564.00	400,564.00
			VALUE \$ 450,000.00					
ACCOUNT NO.								
Union Bank	n	H	Deed of Trust 4 Condo Unit				630,834.00	
			VALUE \$ 1,400,000.00					
Sheet no. _____ of _____ continuation sheets attached to Schedule of Creditors Holding Secured Claims			Subtotal(s) ► (Total(s) of this page)		\$ 2,788,541.00		\$ 400,564.00	
			Total(s) ► (Use only on last page)		\$		\$	

(Report also on
Summary of Schedules.)(If applicable,
report also on
Statistical Summary
of Certain
Liabilities and
Related Data.)

All data are based on 5/31/09 estimate (2)

In re Abe Alizadeh
DebtorCase No. _____
(If known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.



Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN , AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.								
1. Wells Fargo 2. Peter Fazio	n	H	Deed of Trust 188 Minna St Condo Unit VALUE \$ 2,500,000.00				2,056,410.00	
ACCOUNT NO.								
Union Bank	n	H	Deed of Trust Vacant Lot 8875 Barton Rd VALUE \$ 375,000.00				500,000.00	125,000.00
ACCOUNT NO.								
Union Bank	n	H	Deed of Trust Single Family Hm 5347 Eureka Rd VALUE \$ 550,000.00				656,250.00	106,250.00
continuation sheets attached			Subtotal ► (Total of this page)		\$ 3,212,661.00		\$ 231,250.00	
			Total ► (Use only on last page)		\$		\$	

(Report also on Summary of
Schedules.) (If applicable, report
also on Statistical
Summary of Certain
Liabilities and Related
Data.)

All data are based on 5/31/09 estimate

(3)

In re Abe Alizadeh
DebtorCase No. _____
(if known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Key Real Estate Capital Group	n	H	Writ of Attachment VALUE \$				5,187,500.00	5,187,500.00
ACCOUNT NO. Central Pacific Bank	n	H	Writ of Attachment VALUE \$				6,250,000.00	6,250,000.00
ACCOUNT NO. Boyce Thelen	n	H	2nd Deed of Trust on Various Properties VALUE \$				1,531,250.00	1,531,250.00
ACCOUNT NO. Peter Fazio	n	H	2nd Deed of Trust on Various Properties VALUE \$				1,090,010.00	1,090,010.00
ACCOUNT NO. Anoosh Hazegh Aazam	n	H	2nd Deed of Trust on Various Properties VALUE \$				300,000.00	300,000.00
Sheet no ____ of ____ continuation sheets attached to Schedule of Creditors Holding Secured Claims				Subtotal (s) ► (Total(s) of this page)			\$ 14,358,760.00	\$ 14,358,760.00
Total(s) ► (Use only on last page)							\$	\$
				(Report also on Summary of Schedules.)			(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)	

All data are based on 5/31/09 estimate

(4)

In re Abe Alizadeh
Debtor

Case No. _____
(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

□

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN , AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.								
Hayne Kelada	n	H	2nd Deed of Trust on Various Properties-Barton and Lake				660,000.00	660,000.00
ACCOUNT NO.			VALUE \$					
ACCOUNT NO.								
ACCOUNT NO.			VALUE \$					
ACCOUNT NO.			VALUE \$					
continuation sheets attached	Subtotal ► (Total of this page)						\$ 660,000.00	\$ 660,000.00
	Total ► (Use only on last page)						\$ 22,040,162.00	\$ 15,650,574.00

continuation sheets
attached

Subtotal ►
(Total of this page)

Total ►
(Use only on last page)

(Report also on Summary of Schedules.)

(Report also on Summary of Schedules.) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

* See footnotes next page

All data are based on 5/31/09 estimate

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Debtor: Abe Alizadeh

Schedule D: Creditors Holding Secured Claims: Footnotes

- (1) **Key Real Estate Capital Group-Writ of Attachment.** Key Real Estate Capital Group had recorded a writ of attachment against certain real properties Mr. Alizadeh owned. The writ was purchased by Azita Alizadeh in June 2009.
- (2) **Central Pacific Bank-Writ of Attachment.** Central Pacific Bank had recorded a writ of attachment against certain real estate properties Mr. Alizadeh owned.
- (3) **Anoosh Hazegh Aazam's amount of claim was previously erroneously omitted.** The claim was a 2nd deed of trust for the properties located on on 8903 and 8905 Quartzrite St, Roseville
- (4) **Hayne Kelada's amount of claim was previously erroneously omitted.** The claim was a 2nd deed of trust for the properties located on the 1004 Lake Blvd, Davis and 8875 Barton Road, Granite Bay.

(6)

All data are based on 5/31/09 estimate

In re Abe Alizadeh
Debtor

Case No. _____
(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

All data are based on 5/31/09 estimate

(1)

In re Abe Alizadeh,
Debtor

Case No. _____
(if known)

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

_____ continuation sheets attached

All data are based on 5/31/09 estimate

(2)

In re Abe Alizadeh,
Debtor

Case No. _____
(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Account No.									
San Francisco Tax Collector Office	n	H	Real Estate Property taxes-2008-2009 Tax Year-188 Minna Street				36,068.45	36,068.45	0.00
Account No.									
Account No.									
Account No.									
Account No.									
Sheet no. _____ of _____ continuation sheets attached to Schedule of Creditors Holding Priority Claims	Subtotals ➤ (Totals of this page)						\$ 36,068.45	\$ 36,068.45	
	Total ➤ (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)						\$		
	Totals ➤ (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)						\$	\$ 36,068.45	\$

All data are based on 5/31/09 estimate

In re Abe Alizadeh,
DebtorCase No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data..

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
See Attachment							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
Subtotal ►	\$						
Total ►	\$						
<i>(Use only on last page of the completed Schedule F.)</i> (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)							
\$ 253,489,958.00							

continuation sheets attached

All data are based on 5/31/09 estimate

Debtor: Abe Alizadeh
Schedule F-Creditors Holding Unsecured Non Priority Claims

Schedule F-Creditors Holding Unsecured Non Priority Claims

In re Abe Alizadeh,
DebtorCase No. _____
(if known)**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
To Be Determined	To Be Determined

All data are based on 5/31/09 estimate

①

In re Abe Alizadeh,
DebtorCase No. _____
(if known)**SCHEDELE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Kobra Alizadeh 3001 Lava Ridge Ct, Suite 340 Roseville, CA	All creditors of Kobra Properties General Partnership
Austin Wallenstad 3001 Lava Ridge Ct, Suite 340 Roseville, CA	Mechanics Bank City National Bank Irwin Franchise Capital National Bank of Arizona

All data are based on 5/31/09 estimate

(1)

CERTIFICATE OF SERVICE

I am a resident of the State of California, over the age of eighteen years, and not a party to the within action. My business address is Downey Brand LLP, 621 Capitol Mall, 18th Floor, Sacramento, California, 95814-4686. On September 1, 2009, I served the within document(s):

FIRST AMENDMENT TO STATEMENTS OF PERSONAL ASSETS AND LIABILITIES (as of May 31, 2009)

- BY FAX:** by transmitting via facsimile the document(s) listed above to the fax number(s) set forth below on this date before 5:00 p.m.
 - BY HAND:** by personally delivering the document(s) listed above to the person(s) at the address(es) set forth below.
 - BY MAIL:** addressed as set forth below.
 - BY OVERNIGHT MAIL:** by causing document(s) to be picked up by an overnight delivery service company for delivery to the addressee(s) on the next business day.
 - BY PERSONAL DELIVERY:** by causing personal delivery by _____ of the document(s) listed above to the person(s) at the address(es) set forth below.

Donald Fitzgerald/Jason Rios
Felderstein Fitzgerald Willoughby
400 Capitol Mall, Suite 1450
Sacramento, CA 95814
dfitzgerald@ffwplaw.com
jrios@ffwplaw.com
Chapter 11 Trustee's Attorney

c/o Thomas R. Phinney
Parkinson Phinney
400 Capitol Mall, #11th Floor
Sacramento, CA 95814
tom@parkinsonphinney.com
Atty for Official Comm. of Unsecured Creditors

I am readily familiar with the firm's practice of collection and processing correspondence for mailing. Under that practice it would be deposited with the U.S. Postal Service on that same day with postage thereon fully prepaid in the ordinary course of business. I am aware that on motion of the party served, service is presumed invalid if postal cancellation date or postage meter date is more than one day after date of deposit for mailing in affidavit.

I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on September 1, 2009, at Sacramento, California.


Susan Heaton

Susan Heaton